



**SOLANO COUNTY TRANSIT**  
**Board Minutes for Meeting of**  
**December 15, 2011**

**I. CALL TO ORDER**

Chair Davis called the meeting of the SolTrans Board to order at 4:05 pm. A quorum was confirmed.

**MEMBERS**

<b>PRESENT:</b>	Osby Davis, Mayor	City of Vallejo, Chair
	Elizabeth Patterson, Mayor	City of Benicia, Vice Chair
	Erin Hannigan, Councilmember	City of Vallejo
	Mark Hughes, Councilmember	City of Benicia, Alternate
	Jim Spering, Supervisor, County of Solano	MTC Representative
	Harry Price, Mayor	Ex-Officio – STA Representative

**MEMBERS**

**ABSENT:** None

**STAFF**

<b>PRESENT:</b>	<i>In Alphabetical Order by Last Name:</i>	
	Greg Anderson	SolTrans Director of Administrative Services
	Bernadette Curry	SolTrans Legal Counsel
	Suzanne Fredriksen	SolTrans Interim Clerk of the Board
	John Harris	SolTrans Special Projects Manager, Consultant
	Jim McElroy	SolTrans Interim Executive Director
	Jim Moore	Moore & Associates, Consultant
	Nancy Whelan	SolTrans Interim Chief Financial Officer

**OTHERS**

<b>PRESENT:</b>	<i>In Alphabetical Order by Last Name:</i>	
	Richard Burnett	MTC Policy Advisory Council
	Cathy Campos	MV Transportation
	Daryl Halls	Solano Transportation Authority
	Jackie Lane	MV Transportation
	Liz Niedziela	Solano Transportation Authority
	Elizabeth Stayner	MV Transportation
	Denise Williams	MV Transportation
	Ricky Williams	MV Transportation

**II. CONFIRM QUORUM/STATEMENT OF CONFLICT**

A quorum was confirmed by the Clerk of the Board. There was no Statement of Conflict declared at this time.

**III. APPROVAL OF AGENDA**

On a motion by Board Member Patterson, and a second by Board Member Spering, the SolTrans JPA Board approved the agenda.

**IV. OPPORTUNITY FOR PUBLIC COMMENT**

None presented.

**V. COMMENTS FROM STAFF:**

**1. Report from the Executive Director**

Jim McElroy

**2. SolTrans Start-up Report - December**

John Harris

**VI. CONSENT CALENDAR**

On a motion by Board Member Patterson, and a second by Board Member Spering, the SolTrans JPA Board approved Consent Calendar Item A.

**A. Meeting Minutes of November 17, 2011**

Recommendation:

Approve the meeting minutes of November 17, 2011.

**VII. ADMINISTRATIVE/FINANCE**

**A. Transfer of Assets Agreement**

Nancy Whelan highlighted the work that staff has done to prepare for the transfer of rolling stock, according to FTA guidelines. She noted that a revised Rolling Stock Report, Attachment B, was included in the handouts. She stated that the revised report includes a listing of all the buses and administrative cars, including the Benicia vehicles, which were inadvertently left out of the initial report.

Bernadette Curry reviewed staff's progress on the three outstanding items related to the transfer of assets agreement. She noted that staff made significant progress and received concurrence on the first two items, which are assumed liabilities and insurance. She also stated that staff is still working towards concurrence on the last item, which is related to the transfer of the facilities themselves and whether to use fee title or a leasehold interest. She stated that staff is asking for delegated authority be given to the Executive Director to execute the agreement, once this last issue is resolved. She also noted that once the agreement is executed, the actual transfer of assets process would occur over a period of several weeks.

**Public Comments:**

None presented.

**Board Comments:**

Vice Chair Patterson requested additional information regarding the reasons for staff's disagreement over the fee title vs. a leasehold interest.

Bernadette Curry noted that the disagreement is with regards to what assets are needed in what capacity, as well as what was actually authorized by Counsel to transfer in the formation of the JPA. She also noted that staff must consider what SolTrans needs to have transferred for purposes of FTA's concurrence to show that we actually have satisfactory, continued control over the assets. She stated that city staff was looking at the possibility of a leasehold interest as an interim mechanism to take SolTrans from the interim transfer of operations through the process necessary to get all the other assets transferred, and that everything would be transferred in fee title over time.

**Recommendation:**

1. Authorize the Executive Director to execute an Asset Transfer Agreement, pending the resolution of issues related to SolTrans liabilities, Insurance, and facilities included in the transfer, and take such further actions as may be necessary in order to accomplish the transfer of assets from the Cities of Benicia and Vallejo;
2. Adopt Resolution No. 2011-06 regarding the transfer of rolling stock from the Cities of Benicia and Vallejo to SolTrans in accordance with FTA requirements.

On a motion by Board Member Hannigan and a second by Board Member Spering, the SolTrans JPA Board unanimously approved the recommendation.

**B. Budget Status Report**

Nancy Whelan summarized the Operations Budget Expenditures by Category Report, noting that SolTrans is on-target with expected revenues and has exceeded somewhat on fare revenues. She further stated that SolTrans is on-target with expected expenditures.

**Public Comments:**

None presented.

**Board Comments:**

Alternate Member Hughes requested information regarding how SolTrans' budget breakdown compares with other agencies.

Nancy Whelan cited that SolTrans is smaller than other agencies on the administrative side, and is probably on par with regards to fuel and pretty trim on all the other budgetary items, as well.

Board Member Spering commented on fare box recovery and requested that staff provide the Board with fare box recovery measurements.

Nancy Whelan confirmed that SolTrans does, in fact use fare box recovery as a measurement as required by law, and stated that she would perform the calculations and provide that information to the Board.

Ex-Officio Board Member Price requested additional information on security costs.

Nancy Whelan stated that SolTrans hired security for Curtola Park-and-Ride as well as the area around the Transit Center. She noted that staff obtained a contract with a new provider and obtained significant savings. She also stated that due to some break-ins at Curtola as well as a request from the Ferry Terminal to provide security during some nighttime hours, SolTrans increased security slightly beyond what was budgeted.

Chair Davis requested that staff provide specific information to the Board regarding the number of hours that have been increased for security at Curtola Parkway.

Jim McElroy stated that he would confirm this information and provide it to the Board.

Board Member Hannigan commented that the City of Vallejo is working on a purchase of cameras to install city-wide, noting that connectivity to dispatch and police cars is a major selling-point. She requested that staff enter into conversations with Chief of Police Nichelini or Gonzalo Gonzalez, Chief Information Officer, about the type of cameras they will be purchasing so that we have the same level of connectivity moving forward.

Recommendation:  
Informational.

**C. Delegation of Authority to SolTrans' Executive Director to Handle Claims Filed Against SolTrans**

Bernadette Curry noted that it would be in SolTrans' best interest to establish a threshold for the delegation of authority to the Executive Director to administratively handle claims that are filed against the agency. She further stated that this delegation of authority would allow SolTrans to handle certain claims more expeditiously.

**Public Comments:**  
None presented.

**Board Comments:**

Chair Davis requested adding the verbiage "under the advice of legal counsel" to staff's recommendation, as well as to the fifth "whereas" clause and the "now, therefore" clause of the attached resolution.

Vice Chair Patterson requested that timely reports be provided to the Board at the next Board meeting, which includes a listing of settlements and the reasons for those settlements.

Recommendation:

Approve the following:

1. Adopt the Resolution No. 2011-07 delegating the authority to evaluate and handle all claims filed against SolTrans, including, but not limited to, returning such claims as insufficient, accepting, rejecting and settling such claims in an amount not to exceed fifty thousand dollars (\$50,000), to SolTrans' Executive Director;
2. Direct the Executive Director to work closely with SolTrans' Legal Counsel in responding to such claims; and directing SolTrans' Financial Officer to pay any amounts on a claim as directed by the Executive Director.

After discussion, the SolTrans JPA Board made the following modifications to the resolution:

**“WHEREAS**, in order to ensure timely handling of any claim presented to SolTrans, the SolTrans Board desires to delegate the authority to take action on any such claim to the Executive Director and to direct the Executive Director, ***upon the advice of SolTrans Legal Counsel***, to work closely with ~~SolTrans Legal Counsel~~ and SolTrans staff in making any determination as to the merits of the claim and taking any action on the claim...”

**BE IT FURTHER RESOLVED** that the Governing Board of SolTrans directs the SolTrans Executive Director, ***upon the advice of SolTrans Legal Counsel***, ~~to work closely with SolTrans' Legal Counsel in the handling of~~ ***to handle*** all claims and directs SolTrans' Financial Officer to pay any amount on a claim or settlement thereof as directed by the Executive Director not to exceed \$50,000.

***BE IT FURTHER RESOLVED that the SolTrans Executive Director shall provide a summary report in a timely manner to the Governing Board of SolTrans of any such claims handled.***”

On a motion by Board Member Hannigan and a second by Vice Chair Patterson, the SolTrans JPA Board unanimously approved the recommendation to include the amendments shown above in ~~striketrough~~ ***bold italics***.

**D. Recruitment for Executive Director**

Jim McElroy outlined the proposed recruitment process for a permanent Executive Director, requesting that the Board comment on the role they would like to take in the hiring process.

**Public Comments:**

None presented.

**Board Comments:**

Chair Davis expressed some concerns with the recommendations under “Phase 3, preliminary review of applications and development of candidate list” and “Phase 5: background check on top finalist(s)”. He proposed that these two phases be handled by staff rather than by a subcommittee of the Board. Chair Davis also expressed concerns with “Phase 6: offer and negotiate with finalist”, requesting that this be handled by the Interim Executive Director, potentially with the help of STA's Executive Director.

Alternate Member Hughes proposed that a closed session of the Board be held under “Phase 6” in order to provide a recommendation back to staff.

Chair Davis concurred with Councilmember Hughes’ comment, however he noted that he did not feel that a Board member should actually negotiate and make an offer with the finalist.

Board Member Hannigan requested that the Board meet in closed session to discuss the qualifications they would like to see in a potential candidate in addition to the closed session proposed by Alternate Member Hughes.

Jim McElroy requested Board permission to seek other agency professionals’ help in the hiring process, for example the STA Executive Director and other transit professionals.

Burnadette Curry clarified that the interviews of potential candidates can be done in closed session, however due to the Brown Act, Board member discussions regarding potential candidate qualifications and the development of the recruitment notice would be handled in open session.

Vice Chair Patterson requested that staff consider ways to gather valuable public input with regards to candidate qualifications and the recruitment notice in order to gain insight from the community. She proposed that staff come back to the Board with some ideas for including the public in the interview process, in a manner that is not too elaborate and suits the size of the agency, with consideration given to confidentiality. She also concurred with Chair Davis regarding “Phase 5”, and requested that the subcommittee only be formed as needed. She also requested that the brochure highlight the opportunities that SolTrans provides to the prospective candidates.

Vice Chair Patterson proposed that staff request in writing, before the January meeting, some Board member comments regarding candidate qualifications in order to expedite the process.

After discussion, the SolTrans JPA Board decided to discuss candidate qualifications in open session at the January meeting for inclusion of Board approved verbiage in the recruitment brochure.

Recommendation:

Review and adopt the proposed Executive Director (ED) Recruitment Plan as specified in this agenda item; appoint a two-member ED Recruitment Subcommittee of the Board to handle tasks as identified in the Recruitment Plan; designate the Chair of the Board as Board Member Representative to handle tasks as identified in the Recruitment Plan; direct the Interim Executive Director to carry out the tasks not otherwise assigned to the Board, the ED Recruitment Subcommittee, or to the Board Member Representative; approve the basic Recruitment solicitation as attached to this agenda item; and direct the Interim Executive Director to begin execution of the Recruitment Plan on behalf the SolTrans Board of Directors.

After discussion, the SolTrans JPA Board made the following modifications to the proposed Executive Director recruitment plan:

- In Phase 3, staff would fulfill the preliminary review instead of a subcommittee of the Board.
- In Phase 5, the background check would be done by staff.
- Staff will send a questionnaire to the Board members requesting attributes, characteristics, and experience desired in a potential candidate.
- The recruitment brochure will highlight some of the special opportunities that SolTrans offers.
- The Chair of the Board, with the assistance of the Interim ED, as well as legal staff or another professional with transit experience, will present the offer and negotiate with the finalist after the Board has made their recommendation.
- Staff will give thought to a peer review and public interview process, bringing a recommendation back to the Board for consideration.

On a motion by Vice Chair Patterson, and a second by Board Member Spering, the SolTrans JPA Board unanimously approved the recommendation to include the recruitment plan modifications listed above.

**E. Local Preference Policy**

Greg Anderson summarized the major points of the proposed local preference policy and noted that its similarity to the one that STA has adopted.

**Public Comments:**

None presented.

**Board Comments:**

Vice Chair Patterson indicated that it may be a good idea to set a 25 bidder limit on the 5% differential clause on page 49, so that it does not take staff an inordinate amount of time to designate the lowest, responsive bidder.

Greg Anderson noted that the number of potential, local low bidders is typically narrowed to a reasonable level by virtue of the 5% differential from the lowest, responsive bidder.

**Recommendation:**

Approve or provide comment regarding the proposed policy.

On a motion by Board Member Hannigan and a second by Vice Chair Patterson, the SolTrans JPA Board unanimously approved the recommendation.

## **VIII. PLANNING AND OPERATIONS**

### **A. Short Range Transit Plan Update (Schedule, Deliverables, and Draft Reports)**

- 1. ADA Paratransit Analysis**
- 2. Public Involvement chapter**
- 3. Draft Operations Plan**
- 4. Draft Capital/Financial Plan**

John Harris noted that MTC has extended the completion date of the Short Range Transit Plan (SRTP) by one month, and the contract end date is now January 31, 2012. He summarized the purpose of staff's inclusion of the SRTP Update item.

Jim Moore provided a presentation on the Paratransit Analysis, the Public Involvement, Draft Operations Plan, and the Draft Capital/Financial Plan.

#### **Public Comments:**

None presented:

#### **Board Comments:**

Chair Davis proposed focusing on SolTrans' on-time performance, followed by exploring local marketing in order to increase ridership.

Board Member Hannigan commended Jim Moore on his presentation as well as the public outreach that was performed. She also requested information regarding the issues that prevent on-time performance.

Jim Moore responded that the same operating schedule has been used for many years, while the market environment has changed. He stated that staff has included a re-timing of the routes in the draft Operations Plan. He also noted that there is a certain level of contract monitoring that is required and is also recommended in the proposed plan.

Board Member Hannigan requested an integrated plan from various agencies to market SolTrans' services.

Alternate Member Hughes commended staff on the SRTP report and proposed that an effective communication plan be developed before marketing the restructured services to the public.

Jim Moore noted that the Draft Executive Summary to be brought to the Board in January should address this concern.



Vice Chair Patterson noted that the public outreach exceeded her expectations. She stated that there is high interest in transit in Benicia, but low ridership. She proposed that this may be due to the fact that the services do not adequately address the needs of the public. She noted that a large portion of the public has interest in local transportation to events. She suggested that when eliminating a non-productive route, some other service that people could pay for could be provided in order to get them where they need to go.

She also proposed that the community circulator be instated before the 5 year mark, and that a working group be formed in Benicia in order to increase rider interest, and convey local public input.

Vice Chair Patterson requested that staff take advantage of the Benicia Intermodal Stations with regards to marketing, event activities, and gaining public attention as it pertains to transit.

She also concurred with Alternate Member Hughes' comment, noting that some of the selling points of the restructuring are that we are getting rid of some routes that don't do anybody any good, we are enhancing current trips by reduced time, we're making the connections easier, and we're making the communication more reliable.

She also expressed concerns regarding the rate increase, which could be a major problem to some riders who cannot afford to pay more.

Board Member Spering requested clarification regarding whether the proposed fare structure is congruent with Clipper.

Jim Moore noted that the fare structure was developed in advance to being advised of possible participation in Clipper and that staff will look at restructuring the fare format in accordance with Clipper.

Board Member Spering also proposed that staff highlight in their reports and presentation slides, the benefits that the public will see with the service restructuring.

Recommendation:

Accept staff's recommendation to include the ADA Paratransit Analysis and the Public Involvement chapter in the SRTP. Provide input to SolTrans' staff and consultant as to the proposed Operations Plan and Capital/Financial Plan.

On a motion by Board Member Hannigan and a second by Board Member Spering, the SolTrans JPA Board unanimously approved the recommendation.

## **IX. INFORMATIONAL**

### **A. Timeline for Service Changes**

**NO DISCUSSION**

**B. Operations Report**

**C. Technical Advisory Committee Update**

**X. BOARD MEMBER COMMENTS**

**XI. ADJOURNMENT**

The meeting was adjourned at 5:50 p.m. The next regular meeting of the SolTrans Board is scheduled for **Thursday, January 19, 2012, 4:00 p.m., Benicia Council Chambers.**

**Attested by:**



**Suzanne Fredriksen**  
**Interim Clerk of the Board**

**12/19/2011**

**Date**